

You look like a good man, but  
all the same I

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WILPFER, The Denver and Rio Grande Western Railroad Company  
was duly incorporated under the laws of the State of Delaware, on the  
15th day of November, A. D. 1920, and

WHEREAS, the said corporation is now doing business, or is desirous of doing business within the State of Utah;

*NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the said corporation, that the provisions of the Constitution of the State of Utah are hereby accepted as binding upon said corporation, and*

BE IT FURTHER RESOLVED, that D. R. Howell,  
residing in the City of Salt Lake City, County of Salt Lake,  
in the State of Utah, that being the County in which the principal place of business of this corporation  
is now, or is about to be situated, be and he is hereby appointed the Attorney or Agent of said cor-  
poration upon whom process issued by authority of or under any law of the State may be served.

We, Joseph F. Young, President, and Lyman Atwood, Secretary of said corporation, do hereby certify that the foregoing is a full, true and correct copy of a resolution adopted by the Board of Directors of said corporation, on the 18th day of April, A. D. 1921.

In Witness Whereof, we have subscribed our names and affixed the  
corporate seal of said corporation this  
15th day of July, A.D. 1921.

TREAT.

JOSEPH H. YOUNG President.

333-00067-200701

INMAN, RONALD S. *Secretary*

100.00

ENDORSED

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NUMBER

1091

ARTICLES OF INCORPORATION,  
BY LAWS,  
ACCEPTANCE OF CONSTITUTION AND  
APPOINTMENT OF PROCESS ATTORNEY,

OF

THE DENVER AND RIO GRANDE WESTERN  
RAILROAD COMPANY. (Delaware)

Filed in the Clerk's office,  
Salt Lake County, Utah.

July 21, 1921,  
Clarence Cowan, County Clerk,  
By Lillian Sperry, Deputy Clerk.

State of Utah,  
County of Salt Lake, } ss.

I, Clarence Cowan, County Clerk in and for the County of Salt Lake in the State of Utah, do hereby certify that the foregoing is a full, true and correct copy of the original.....

ARTICLES OF INCORPORATION.

BY LAWS,

ACCEPTANCE OF CONSTITUTION AND

APPOINTMENT OF PROCESS ATTORNEY,

(#1091 Foreign) of

THE DENVER AND RIO GRANDE WESTERN RAILROAD COMPANY.

as appears of record in my office.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, this 21st day of

July, 1921.

CLARENCE COWAN, Clerk

By *Sullivan Sperrey* Deputy Clerk

A F F I D A V I T S

In Re Proportion of Capital Stock Employed in  
Utah.

STATE OF COLORADO, )  
: SS.:  
City and County of Denver. )

JOSEPH H. YOUNG, President of The Denver and Rio Grande Western Railroad Company, a corporation duly organized and existing under and by virtue of the laws of Delaware, being first duly sworn upon his oath, says that the entire amount of the capital stock of said The Denver and Rio Grande Western Railroad Company now or presently to be issued is three hundred thousand (300,000) shares without nominal or par value of common stock and no shares of preferred stock; that said company proposes to acquire the railroad properties formerly belonging to The Denver and Rio Grande Railroad Company, a consolidated corporation of Colorado and Utah; that the proportion of the total corporate property, capital and assets of said The Denver and Rio Grande Western Railroad Company to be employed and located in the State of Utah will be approximately the same as the proportion of the total main line trackage in Utah, that is to say, approximately twenty-eight per cent.

Attest:

Joseph Young  
Secretary.

Joseph Young  
President.

Subscribed and sworn to before me, this 18<sup>th</sup> day of  
July, 1921.

My commission expires

Feb. 24, 1926

J. E. Buell

STATE OF NEW YORK, ) : SS.:  
COUNTY OF NEW YORK. )

LYMAN RHOADES, Secretary of The Denver and Rio Grande Western Railroad Company, a corporation duly organized and existing under and by virtue of the laws of Delaware, being first duly sworn upon his oath, says that the entire amount of the capital stock of said The Denver and Rio Grande Western Railroad Company now or presently to be issued is three hundred thousand (300,000) shares without nominal or par value of common stock and no shares of preferred stock; that said company proposes to acquire the railroad properties formerly belonging to The Denver and Rio Grande Railroad Company, a consolidated corporation of Colorado and Utah; that the proportion of the total corporate property, capital and assets of said The Denver and Rio Grande Western Railroad Company to be employed and located in the State of Utah will be approximately the same as the proportion of the total main line trackage in Utah, that is to say, approximately twenty-eight per cent.

Attest:

Secretary.

Secretary.

Subscribed and sworn to before me, this 15<sup>th</sup> day of  
July, 2001.

My commission expires

NOTARY PUBLIC, New York County  
New York County City No. 672  
New York Register's No. 6693  
Commission expires March 30th, 1903

A. H. Brown